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MEMBERSHIP INTEREST PURCHASE AGREEMENT

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By and Among

BODEGA LATINA CORPORATION;


ACON FIESTA AGGREGATOR A, L.L.C.;

ACON FIESTA AGGREGATOR B, L.P.;

and

FIESTA HOLDINGS INVESTMENTS, L.L.C.

Dated as of March 23, 2018



7.14 *Westport Business Interruption Insurance Payments.* BLC shall, and BLC shall cause its Subsidiaries to, remit to the Fiesta Representative, within five (5) Business Days following receipt thereof, any monies received on or after the Closing Date by BLC or any of its Subsidiaries pursuant to that certain Property Insurance Policy of Westport Insurance Corporation (Policy Number: NAP 2001214 01); Aspen Specialty Ins Co (Policy Number: PRAGK1017); Arch Specialty Ins Co (Policy Number: ESP7303053-01); Lloyd's of London (Policy Number: URS 2552391.17); Indian Harbor Ins Co (Policy Number: PRO0047629-01); Allied World Assurance Co (Policy Number: 0310-7409-1A) and HDI Global Ins Co (Policy Number: CPD1488300), but, in each case, only to the extent pursuant to business interruption claims relating to any period prior to Closing.

